

HELM CHESAPEAKE

LIMITED PARTNERSHIP

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

September 19, 2001

RECORDATION NO. 23436-A FILED

SEP 20 2001 10-59 AM

SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated August 30, 2001 by Helm Chesapeake Limited Partnership ("**Lease Termination**").

Dear Mr. Williams:

On behalf of Helm Chesapeake Limited Partnership, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Lease Termination.

In connection with the recording of the Lease Termination, please note the following information:

Name and Address of Lessor: Helm Chesapeake Limited Partnership
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: Martin Marietta Materials Company
160 James Drive East, Ste. 200
St. Rose, LA 70087

Equipment: 40 Open Top Hopper Railcars
HCSX 100-139

Please record this Lease Termination as a supplemental agreement to STB Recordation No. 23436 filed on March 30, 2001 at 2:30 PM. The filing fee of \$28.00 is enclosed.

Summary: Termination of Lease of Railroad Equipment dated August 30, 2001 by Helm Chesapeake Limited Partnership for 40 open top hopper railcars, HCSX 100-139, to be filed as a supplemental agreement. Please file this Lease Termination as a supplemental agreement to STB Recordation No. 23436.

Yours truly,


Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)



23436-A 10.59

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of August 30, 2001 by HELM CHESAPEAKE LIMITED PARTNERSHIP, a Delaware limited partnership ("Lessor").

1. Recitals. Lessor entered into the Full Maintenance Lease Agreement dated as of August 25, 2000 ("Lease") with **Martin Marietta Materials Company**, a North Carolina corporation, with respect to the forty (40) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 23436 filed on March 30, 2001 at 2:30 PM.

The Lease was terminated on June 7, 2001. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

HELM CHESAPEAKE LIMITED PARTNERSHIP

By: Helm General Corporation,
its General Partner

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SURFACE TRANSPORTATION BOARD

By: Barbara W. Wilson
Name: Barbara W. Wilson
Title: Chief Financial Officer



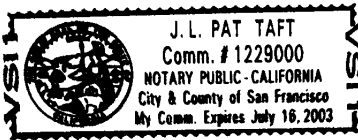
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 4, 2001, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Chief Financial Officer of **HELM GENERAL CORPORATION**,

 X personally known to me -OR-

 proved to me on the basis of satisfactory evidence

to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that ~~he~~/she/~~they~~ executed the same in his/her/~~their~~ authorized capacity(~~ies~~), and that by ~~his~~/her/~~their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.



Witness my hand and official seal.

J. L. Pat Taft
SIGNATURE OF THE NOTARY

AK

SCHEDULE A

Description of the Units:

Forty (40), 3,350 cubic foot, 100-ton capacity four-pocket open top hopper railcars with 45 degree interior and exterior slope sheets. Built by Bethlehem Steel in 1974-1976.

Unit Numbers:

HCSX 100-139